



LIFESTYLE LIMITED

(Formerly known as
Raymond Consumer Care Limited)



RLL/SE/25-26/60
December 16, 2025

To
The Department of Corporate Services - CRD
BSE Limited
P.J. Towers, Dalal Street
Mumbai - 400 001
Scrip Code: 544240

The National Stock Exchange of India Limited
Exchange Plaza, 5th Floor
Bandra-Kurla Complex
Bandra (East), Mumbai - 400 051
Symbol: RAYMONDSL

Dear Sir/Madam,

Sub: Raymond Lifestyle limited: Intimation under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") - Notice of Postal Ballot

Pursuant to Regulation 30 of the Listing Regulations, please find enclosed herewith a copy of the Postal Ballot Notice dated December 12, 2025 together with the Explanatory Statement thereto, seeking consent of the Shareholders of Raymond Lifestyle Limited ("Company"), on the following item of special business:

Sr. No.	Particulars	Type of Resolution
1	Appointment of Mr. Shantilal Pokharna (DIN:01289850) as a Non-Executive Non-Independent Director of the Company.	Special Resolution

In compliance with the relevant circulars issued by the Ministry of Corporate Affairs from time to time, the Postal Ballot Notice is being sent by electronic mode only to those Members whose names appear in the Register of Members/List of Beneficial Owners and whose e-mail addresses are registered with the Company/Depositories as on the cut-off date i.e. Friday, December 12, 2025.

The Company has engaged the services of National Securities Depository Limited ('NSDL'), for facilitating remote e-voting to enable the Members to cast their votes electronically. The detailed procedure for remote e-voting is given in the Notice of Postal Ballot. The remote e-voting period commences from **Wednesday, December 17, 2025 at 9:00 a.m. (IST)** and concludes on **Thursday, January 15, 2026 at 5:00 p.m. (IST)**.

The Postal Ballot Notice is also being uploaded on the Company's website i.e. <https://raymondlifestyle.com/> and on the website of NSDL at www.evoting.nsdl.com.

The results of the Postal Ballot will be declared within two working days of the conclusion of the Postal Ballot and will be uploaded on the website of the Company i.e. <https://raymondlifestyle.com/> and also on the website of NSDL i.e. www.evoting.nsdl.com after intimation to the Stock Exchanges.

Please take the above information on record.

Thanking you,
Yours faithfully,
For **Raymond Lifestyle Limited**

Priti Alkari
Company Secretary
Encl.: A/a



Corporate Office
JEKEGRAM
Pokhran Road No. 1,
Thane (West) - 400 606,
Maharashtra, India.
Phone: +91 2261527000
Website: www.raymondlifestyle.com

Registered Office
Plot G-35 and G-36,
MIDC Waluj, Taluka Gangapur,
Chhatrapati Sambhajnagar - 431 136,
Maharashtra, India.
CIN No: L74999MH2018PLC316288

Head Office
New Hind House,
Narottam Morarjee Marg,
Ballard Estate, Mumbai - 400 001,
Maharashtra, India.
Phone: +91 2240349999



LIFESTYLE LIMITED

(formerly known as Raymond Consumer Care limited)

CIN: L74999MH2018PLC316288

Registered Office: Plot G-35 & 36, MIDC Waluj, Taluka Gangapur,
Chhatrapati Sambhajnagar, Maharashtra - 431136

Tel.: 0240-6644111 **Email:** secretarial.lifestyle@raymond.in,

Website: www.raymondlifestyle.com

NOTICE OF POSTAL BALLOT

[Pursuant to Section 110 of the Companies Act, 2013 read with Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014]

VOTING STARTS ON	VOTING ENDS ON
Wednesday, December 17, 2025 at 9:00 A.M (IST)	Thursday, January 15, 2026 at 5:00 P.M. (IST)

Dear Member(s),

NOTICE is hereby given that pursuant to Sections 108, 110 and other applicable provisions, if any, of the Companies Act, 2013 (the 'Act') read with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014 (the 'Rules'), Secretarial Standard on General Meetings ('SS-2'), Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations'), including any statutory modification(s), clarification(s), substitution(s) or re-enactment(s) thereof for the time being in force, General Circular Nos. 14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020, read with other relevant circulars, including General Circular No. 3/2025 dated September 22, 2025 issued by the Ministry of Corporate Affairs and any other applicable laws and regulations, the Resolutions appended below is proposed for approval of the Members of Raymond Lifestyle Limited (the 'Company') through Postal Ballot by way of voting through electronic means ('remote e-voting') only.

The Statement, pursuant to the provisions of Section 102(1) and other applicable provisions of the Act read with the Rules, setting out all material facts relating to the resolutions proposed in this Notice and additional information as required under the Listing Regulations, circulars issued thereunder and Secretarial Standard-2 on General Meetings issued by the ICSI is also attached.

In compliance with the MCA Circulars, this Postal Ballot Notice ('Notice') is being sent only in electronic form to those Members whose e-mail addresses are registered with the Company / Depositories / Registrar & Transfer Agents to enable them to cast their votes electronically.

Accordingly, physical copy of the Notice along with Postal Ballot Form and pre-paid business reply envelope is not being sent to the Members. For the purpose of remote e-voting, the Company has engaged the services of National Securities Depository Limited ('NSDL') and Members are requested to follow the procedure as stated in the Notes appended to this Notice for casting of votes by remote e-voting.

The Notice will also be placed on the website of the Company at <https://www.raymondlifestyle.com/> and on the website of NSDL at www.evoting.nsdl.com. The Notice can also be accessed from the website of the Stock Exchanges i.e. BSE Limited ('BSE') and National Stock Exchange of India Limited ('NSE') at www.bseindia.com and www.nseindia.com respectively.

The remote e-voting period commences from **Wednesday, December 17, 2025** at 9:00 A.M. (IST) and concludes on **Thursday, January 15, 2026**, at 5:00 P.M. (IST). The remote e-voting will be disabled by NSDL thereafter.

The Board of Directors of the Company have appointed Mr. Dinesh Deora (Membership No. F5683, COP No.:4119), or in his absence Mr. T. Kaushik (Membership No. F10607, COP No.16207), Company Secretaries in Practice and Partners at DM & Associates Company Secretaries LLP (FRN: L2017MH003500), as the Scrutinizer for scrutinizing the Postal Ballot voting process through remote e-voting in a fair and transparent manner.

The Scrutinizer will submit the report to the Chairman of the Company, or any person authorized by the Chairman of the Company upon completion of the scrutiny of the votes cast through e-voting. The results of the Postal Ballot will be declared within two (2) working days of the conclusion of the Postal Ballot. The said results along with the Scrutinizer's Report would be intimated to BSE and NSE, where the securities of the Company are listed. Additionally, the results will also be uploaded on the Company's website <https://www.raymondlifestyle.com/> and on the website of NSDL i.e. www.evoting.nsdl.com.

The last date of e-voting, i.e. Thursday, January 15, 2026, shall be the date on which the resolution would be deemed to have been passed, if approved by the requisite majority.

SPECIAL BUSINESS:

1. APPOINTMENT OF MR. SHANTILAL POKHARNA (DIN:01289850) AS A NON-EXECUTIVE NON-INDEPENDENT DIRECTOR OF THE COMPANY.

To consider and if thought fit, to pass, the following resolution as a **Special resolution**:

"RESOLVED THAT pursuant to the provisions of Sections 149, 150, 152, 161 and all other applicable provisions of the Companies Act, 2013 ('the Act') and the Companies (Appointment and Qualification of Directors) Rules, 2014, Regulation 17 and all the applicable regulations of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations') [including any statutory modification(s) or re-enactment(s) thereof for the time being in force], the Articles of Association of the Company and based on the recommendation of the Nomination & Remuneration Committee and the Board of Directors of the Company, Mr. Shantilal Pokharna (DIN: 01289850), who was appointed by the Board of Directors as an Additional Director (Non-Executive Non-Independent) of the Company with effect from October 29, 2025 and who holds office upto the date of the ensuing Annual General Meeting of the Company and in respect of whom the Company has received notice in writing from a member under Section 160(1) of the Act proposing his candidature for the office of the Director be and is hereby appointed as a Non-Executive Non-Independent Director of the Company, liable to retire by rotation;

RESOLVED FURTHER THAT pursuant to Regulation 17(1A) of the Listing Regulations [including any statutory modification(s) or re-enactment(s) thereof for the time being in force], approval of the Members of the Company be and is hereby accorded for continuation of directorship of Mr. Shantilal Pokharna (DIN: 01289850) as a Non-Executive Non-Independent Director of the Company beyond the age of 75 years;

RESOLVED FURTHER THAT the Board of Directors of the Company and/or Mrs. Priti Alkari, Company Secretary be and is hereby severally authorised to do all acts and take all such steps as may be necessary, proper or expedient to give effect to this Resolution."

Registered Office:

Plot G-35 & 36, MIDC Waluj,
Taluka Gangapur,
Chhatrapati Sambhajnagar,
Maharashtra – 431136

**December 12, 2025
Mumbai**

**By order of the Board of Directors
For Raymond Lifestyle Limited**
(formerly known as Raymond Consumer Care Limited)

**Sd/-
Priti Alkari
Company Secretary
FCS:6389**

NOTES:

1. The Explanatory Statement pursuant to Sections 102 and 110 of the Companies, 2013 ('Act') read with Rule 22 of the Companies (Management and Administration) Rules, 2014 ('Rules') and other applicable provisions, as amended from time to time setting out all material facts relating to the resolutions mentioned in this Postal Ballot Notice is annexed hereto.
2. In compliance with the MCA Circulars, the Notice is being sent by electronic mode only to those Members whose names appear in the Register of Members/List of Beneficial Owners and whose e-mail IDs are registered with the Company/Depositories as on the cut-off date i.e., **Friday, December 12, 2025**. The Members holding shares in demat form who have not updated their email addresses with the depositories/depository participants are requested to approach the concerned depository participants to update their email address.
3. In compliance with the provisions of Sections 108 and 110 of the Act, read with the Rules, the MCA Circulars and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations'), the Company is offering facility of remote e-voting to all the Members to enable them to cast their votes electronically only. For the purpose of remote e-voting, the Company has engaged the services of National Securities Depository Limited ('NSDL').
4. The remote e-voting period commences on **Wednesday, December 17, 2025** at 9:00 A.M. (IST) and concludes on **Thursday, January 15, 2026**, at 5:00 P.M. (IST). The remote e-voting module shall thereafter be disabled by NSDL. Once the vote on resolution is cast by the Member, the Member shall not be allowed to change it subsequently. Resolution passed by the Members through this Postal Ballot (through remote e-voting) shall be deemed to have been passed as if it has been passed at a General Meeting of the Members. The resolutions, if approved by the requisite majority of Members by means of Postal Ballot, shall be deemed to have been passed on the last date of remote e-voting, i.e. **Thursday, January 15, 2026**.
5. The Members, whose names appear in the Register of Members / List of Beneficial Owners as Friday, December 12, 2025 being the cut-off date, are entitled to vote on the Resolutions set forth in this Notice through remote e-voting only. The voting rights of Members shall be in proportion to their share in the paid-up equity share capital of the Company as on the said cut-off date. Hard copy of the Postal Ballot Notice along with the Postal Ballot Form and pre-paid business reply envelope will not be sent to the Members for this Postal Ballot and Members are required to communicate their assent or dissent only through the remote e-voting system.
6. This Notice is also available on the Company's website i.e. <https://www.raymondlifestyle.com/> and also on the website of stock exchanges i.e. www.bseindia.com and www.nseindia.com and on the website of NSDL at www.evoting.nsdl.com. A person who is not a Member as on the cut-off date should treat this Notice of Postal Ballot for information purposes only.
7. The Members holding shares in physical mode and who have not updated their email addresses with the Company are requested to update their email addresses by sending the duly filled in Form ISR-1 available on the Company's website and on the website of MUFG Intime India Private Limited (formerly known as Link Intime India Private Limited), Registrar & Transfer Agent (RTA) along with relevant enclosures to the Company's RTA, MUFG Intime India Private Limited (formerly known as Link Intime India Private Limited), Unit: Raymond Lifestyle Limited, C-101, 247 Park, Lal Bahadur Shastri Marg, Vikhroli West Mumbai- 400083 or the scanned copies of the documents may alternatively be mailed to the Company on the email id secretarial.lifestyle@raymond.in with all the forms and proofs duly signed. Members holding shares in demat form who have not updated their email addresses with the depository/depository participant are requested to approach the concerned depository participant to update their email addresses.
8. The Board of Directors of the Company have appointed Mr. Dinesh Deora, (Membership No. F5683, COP No.: 4119), or in his absence Mr. T. Kaushik (Membership No. F10607, COP No.16207), Company Secretaries in Practice and Partners at DM & Associates Company Secretaries LLP, as the Scrutinizer for scrutinizing the Postal Ballot voting process through remote e-voting in a fair and transparent manner.

9. The Scrutinizer will submit the report to the Chairman of the Company or any person authorized by the Chairman upon completion of the scrutiny of the votes cast through remote e-voting. The results of the Postal Ballot will be declared within two (2) working days of the conclusion of the Postal Ballot and will be displayed along with the Scrutinizer's Report at the Registered Office of the Company after communication to the Stock Exchanges viz. BSE Limited (www.bseindia.com) and National Stock Exchange of India Limited (www.nseindia.com), where equity shares of the Company are listed, in accordance with the Listing Regulations and additionally be uploaded on the Company's website <https://www.raymondlifestyle.com/> and on the website of NSDL at www.evoting.nsdl.com.
10. All the material documents referred to in the explanatory statement will be available for inspection at the Registered Office of the Company during office hours on all working days from the date of dispatch until the last date of remote e-voting. Alternately, Members may also send their requests to secretarial.lifestyle@raymond.in from their registered e-mail addresses mentioning their names, folio numbers, DP ID and Client ID during the voting period of the postal ballot.
11. Process to cast votes through remote e-voting:
The way to vote electronically on NSDL e-voting system consists of 'Two Steps' which are mentioned below:





Step 1: Access to NSDL e-voting system

A. Login method for e-voting for Individual Shareholders holding securities in demat mode

Pursuant to SEBI circular no. SEBI/HO/CFD/CMD/ CIR/P/2020/242 dated December 9, 2020 on 'e-voting facility provided by Listed Companies', Individual Shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and e-mail Id in their demat accounts in order to access e-voting facility.

Login method for Individual shareholders holding securities in demat mode is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL.	<ol style="list-style-type: none"> 1. For OTP based login you can click on https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp. You will have to enter your 8-digit DP ID, 8-digit Client Id, PAN No., Verification code and generate OTP. Enter the OTP received on registered email id/mobile number and click on login. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period. 2. Existing IDeAS user can visit the e-Services website of NSDL Viz. https://eservices.nsdl.com either on a Personal Computer or on a mobile. On the e-Services home page click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section, this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period. 3. If you are not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select "Register Online for IDeAS Portal" or click at

	<p>https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp</p> <ol style="list-style-type: none"> 4. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period. 5. Shareholders/Members can also download NSDL Mobile App "NSDL Speede" facility by scanning the QR code mentioned below for seamless voting experience. <p style="text-align: center;">NSDL Mobile App is available on</p> <div style="display: flex; justify-content: space-around; align-items: center;"> <div style="text-align: center;">  App Store </div> <div style="text-align: center;">  Google Play </div> </div> <div style="display: flex; justify-content: space-around; align-items: center; margin-top: 10px;">   </div>
Individual Shareholders holding securities in demat mode with CDSL	<ol style="list-style-type: none"> 1. Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login Easi / Easiest are requested to visit CDSL website www.cdslindia.com and click on login icon & New System Myeasi Tab and then user your existing my easi username & password. 2. After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly. 3. If the user is not registered for Easi/Easiest, option to register is available at CDSL website www.cdslindia.com and click on login & New System Myeasi Tab and then click on registration option. 4. Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.

Individual Shareholders (holding securities in demat mode) login through their depository participants	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. upon logging in, you will be able to see e-Voting option. Click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period.
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Important note: Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned website.

Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. NSDL and CDSL.

Login type	Helpdesk details
Individual Shareholders holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.com or call at 022 - 4886 7000
Individual Shareholders holding securities in demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at toll free no. 1800-21-09911

Login Method for shareholders other than Individual shareholders holding securities in demat mode and shareholders holding securities in physical mode.

How to Log-in to NSDL e-Voting website?

1. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsdl.com/> either on a Personal Computer or on a mobile.
2. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section.
3. A new screen will open. You will have to enter your User ID, your Password/OTP and a Verification Code as shown on the screen.

Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at <https://eservices.nsdl.com/> with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.

4. Your User ID details are given below:

Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical	Your User ID is:
a. For Members who hold shares in demat account with NSDL.	8 Character DP ID followed by 8 Digit Client ID For example, if your DP ID is IN300*** and Client ID is 12***** then your user ID is IN300***12*****.
b. For Members who hold shares in	16 Digit Beneficiary ID

	demat account with CDSL.	For example, if your Beneficiary ID is 12***** then your user ID is 12*****
	c. For Members holding shares in Physical Form.	EVEN Number followed by Folio Number registered with the company For example, if folio number is 001*** and EVEN is 137936 then user ID is 137936001***

5. Password details for shareholders other than Individual shareholders are given below:

- If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
- If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.
- How to retrieve your 'initial password'?
 - If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.
 - If your email ID is not registered, please follow steps mentioned below in process for those shareholders whose email ids are not registered.

6. If you are unable to retrieve or have not received the "Initial password" or have forgotten your password:

- Click on "[Forgot User Details/Password?](#)" (If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nsdl.com.
- [Physical User Reset Password?](#)" (If you are holding shares in physical mode) option available on www.evoting.nsdl.com.
- If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.com mentioning your demat account number/folio number, your PAN, your name and your registered address etc.
- Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.

7. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.

8. Now, you will have to click on "Login" button.

9. After you click on the "Login" button, Home page of e-Voting will open.

Step 2: Cast your vote electronically on NSDL e-Voting system.

How to cast your vote electronically on NSDL e-Voting system?

- After successful login at Step 1, you will be able to see all the companies "EVEN" in which you are holding shares and whose voting cycle.
- Select "EVEN" of company for which you wish to cast your vote during the remote e-Voting period.
- EVEN of the Company is 137936.

4. Now you are ready for e-Voting as the Voting page opens.
5. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on “Submit” and also “Confirm” when prompted.
6. Upon confirmation, the message “Vote cast successfully” will be displayed.
7. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
8. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

General Guidelines for Members

1. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to dmassociatesllp@gmail.com with a copy marked to evoting@nsdl.com. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) can also upload their Board Resolution / Power of Attorney / Authority Letter etc. by clicking on "Upload Board Resolution / Authority Letter" displayed under "e-Voting" tab in their login.
2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the “[Forgot User Details/Password?](#)” or “[Physical User Reset Password?](#)” option available on www.evoting.nsdl.com to reset the password.
3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or call on : 022 - 4886 7000 or send a request to Mr. Sanjeev Yadav, Deputy Manager-NSDL at evoting@nsdl.com or contact at NSDL, 3rd Floor, Naman Chamber, Plot C-32, G-Block, Bandra Kurla Complex, Bandra East, Mumbai, Maharashtra – 400051.

Process for those Members whose email addresses are not registered with the depositories for procuring user id and password and registration of email address for e-voting for the resolutions set out in this Notice:

1. In case shares are held in demat mode, please provide DPID-CLID (16-digit DPID + CLID or 16-digit beneficiary ID), Name, client master or copy of Consolidated Account Statement, PAN (self-attested scanned copy of PAN card), AADHAAR (self-attested scanned copy of Aadhaar Card) to the Company's email address at secretarial.lifestyle@raymond.in.
2. If you are an individual member holding securities in demat mode, you are requested to refer to the login method explained at Step 1 (A) i.e., Login method for e-voting for individual members holding securities in demat mode.
3. Alternatively, shareholders/ members may send a request to NSDL at evoting@nsdl.co.in for procuring user id and password for e-voting by providing above mentioned documents.
4. In terms of SEBI Circular dated December 9, 2020 on e-voting facility provided by listed companies, individual members holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participant(s). Members are required to update their mobile number and email address correctly in their demat account in order to access e-voting facility.

Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 ('the Act')

Pursuant to Section 102 of the Act, the following Explanatory Statement sets out all material facts relating to the special business mentioned under Item No.1 of the accompanying Notice dated December 12, 2025.

ITEM NO. 1

APPOINTMENT OF MR. SHANTILAL POKHARNA (DIN: 01289850) AS A NON-EXECUTIVE NON-INDEPENDENT DIRECTOR OF THE COMPANY.

Pursuant to Section 161 of the Companies Act, 2013 ('the Act') and basis the recommendation of Nomination and Remuneration Committee, the Board of Directors ("the Board") had vide their resolution passed by circulation on October 29, 2025, appointed Mr. Shantilal Pokharna (Din: 01289850) as an Additional Director (Non-Executive Non-Independent) effective from October 29, 2025, liable to retire by rotation, subject to the approval of the Members of the Company.

In terms of Regulation 17(1C) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") approval of Members for appointment of person on the Board should be taken at the next General Meeting or within a period of three months, whichever is earlier.

Mr. Shantilal Pokharna is qualified to be appointed as a Director in terms of Section 164 of the Companies Act, 2013 ("the Act") and has given his consent to act as a Director. The Company has also received a declaration from him that he is not debarred from holding the office of director by virtue of any order passed by the Securities and Exchange Board of India / Ministry of Corporate Affairs or any such statutory authority. The Company has also received a notice under Section 160 of the Act from a Member proposing the candidature of Mr. Shantilal Pokharna for the office of Non-Executive Non-Independent Director of the Company.

In the opinion of the Board, Mr. Shantilal Pokharna fulfils the conditions specified in the Companies Act, 2013 and rules made thereunder and Listing Regulations for his appointment as a Non-Executive Non-Independent Director of the Company.

In terms of Regulation 17(1A) of Listing Regulations, effective from 1st April, 2019, consent of members by way of special resolution is required for appointment or continuation of directorship as Non-Executive Director, beyond the age of 75 years. Mr. Shantilal Pokharna will attain the age of 75 years on September 26, 2028 and approval of members will be required for the continuation of his directorship from the day he attains the age of 75 years.

The Board considers that given the skills, integrity, expertise and experience of Mr. Shantilal Pokharna it would be of immense benefit to the Company, for him to continue as a Non-Executive Director of the Company after he attains the age of 75 years.

Additional information in respect of Mr. Shantilal Pokharna, pursuant to Listing Regulations and the Secretarial Standards on General Meetings (SS-2), is provided as Annexure A to this Notice. A brief profile of Mr. Shantilal Pokharna is also provided in Annexure A to this Notice.

None of the Directors or Key Managerial Personnel ('KMP') of the Company or their respective relatives, except Mr. Shantilal Pokharna, are concerned or interested, financially or otherwise, except to the extent of their Shareholding, if any, in the Company, in the resolution set out at Item No.1 of the Notice.

The Board recommends the Special Resolution set out at Item No.1 of the accompanying Notice for approval by the Members of the Company.

Registered Office:

Plot G-35 & 36, MIDC Waluj,
Taluka Gangapur,
Chhatrapati Sambhajnagar,
Maharashtra – 431136

**December 12, 2025
Mumbai**

**By order of the Board of Directors
For Raymond Lifestyle Limited**
(formerly known as Raymond Consumer Care Limited)

**Sd/-
Priti Alkari
Company Secretary
FCS:6389**

ANNEXURE A

Additional Information of Director being appointed as required under Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standards-2 on General Meetings issued by the Institute of Company Secretaries of India

Particulars	Item No. 1
Name of the Director	Mr. Shantilal Pokharna
DIN	01289850
Category & Designation	Non-Executive Non-Independent Director
Date of Birth (Age)	September 26, 1953 (72 Years)
Date of appointment on the Board	October 29, 2025
Educational Qualification	Graduate Degree in Science from MLSU, Udaipur, Rajasthan. Qualified Chartered Accountant from the Institute of Chartered Accountants of India, New Delhi.
Brief Resume	<p>Mr. Shantilal Pokharna is the President - Group Commercial & Supply Chain of the Raymond group of companies, a leading conglomerate and bellwether Lifestyle company in India. He has strengthened the eco-system of the commercial and supply chain functions giving enormous benefits to the Raymond group since taking charge.</p> <p>He is looking after the Lifestyle operations effective from March 2025 and has been successfully running the entire operations.</p> <p>Mr. Pokharna has held various leadership roles in the Raymond group and successfully demonstrated outstanding business acumen in the performance of his duties and responsibilities. Prior to his present role, Mr. Pokharna was the Vice President – Sales, Marketing & Commercial and under his leadership, Raymond consolidated its number 1 market position in the Textile business in the domestic market. Mr. Pokharna was also instrumental in driving the Raymond Retail network to Tier 3 and 4 towns in India.</p> <p>Mr. Pokharna has contributed towards major initiatives in the Raymond group across a spectrum of functions including Retail, Engineering Business, FMCG and Infrastructure. Mr. Pokharna was a key leadership member in the Cement Division of the Company and was instrumental in making the Raymond Cement Brand a pioneer in this industry by introducing path breaking and never thought before measures for the Company. Under his able leadership the Cement Division was divested to world leaders Lafarge Cement.</p>

	<p>Mr. Pokharna is one of the few Raymond think tanks that joined the group as a Management Trainee and rose to the highest office of the President. Mr. Pokharna's strengths besides stated above is Strategic Planning and he has worked on multiple assignments with Raymond companies as part of the Raymond Strategic Management team since 1993.</p> <p>Mr. Pokharna holds a Graduate Degree in Science from MLSU, Udaipur, Rajasthan and is a qualified Chartered Accountant from the Institute of Chartered Accountants of India.</p>
Nature of expertise in specific functional areas	More than 42 years of experience in the field of finance, taxation, accounts, strategy, commercial and general corporate management.
Relationships between directors and Key Managerial Personnel inter-se	Not related to any Director or Key Managerial Personnel of the Company.
Chairmanship/Membership of the Committee(s) in other companies.	<p>CHAIRMANSHIP: J.K. Investo Trade (India) Limited</p> <ul style="list-style-type: none"> • Corporate Social Responsibility Committee • Audit Committee • Stakeholder Relationship Committee <p>Raymond UCO Denim Private Limited</p> <ul style="list-style-type: none"> • Audit Committee <p>MEMBERSHIP: J.K. Investo Trade (India) Limited</p> <ul style="list-style-type: none"> • Risk Management Committee • Nomination and Remuneration Committee <p>J. K. Investors (Bombay) Limited</p> <ul style="list-style-type: none"> • Audit Committee • Corporate Social Responsibility Committee • Committee of Directors • Nomination & Remuneration Committee – <p>People's Investment Limited</p> <ul style="list-style-type: none"> • Nomination & Remuneration Committee • Committee of Directors <p>Polar Investments Limited</p> <ul style="list-style-type: none"> • Stakeholders Relationship Committee • Committee of Directors
Names of listed entities from which he has resigned in the past three years;	Raymond Limited (w.e.f September 03, 2024)

Other companies in which he is a Director	<p>Public Companies:</p> <ol style="list-style-type: none"> 1. People's Investment Limited 2. Polar Investments Limited 3. Pashmina Holdings Limited 4. J.K. Investors (Bombay) Limited 5. J.K. Investo Trade (India) Limited <p>Private Companies:</p> <ol style="list-style-type: none"> 1. Raymond UCO Denim Private Limited 2. Smart Advisory and Finserve Private Limited 3. Avani Agricultural Farms Private Limited
Shareholding in the Company, including shareholding as a beneficial owner.	NIL
Number of meetings of the Board attended during the financial year 2025-26	NIL
Terms and Conditions of appointment	As per the Nomination, Remuneration & Board Diversity Policy of the Company as displayed on the Company's website i.e. https://www.raymondlifestyle.com/ and as per the explanatory statement given in item no.1 of this Notice.
Details of remuneration last drawn	Not Applicable
Details of remuneration sought to be paid	Mr. Shantilal Pokharna is an employee of Raymond Luxury Cottons Limited (RLCL) and draws remuneration from RLCL. Hence no remuneration is proposed to be paid from this Company.
Skills and capabilities required for the role and the manner in which the proposed director meets such requirements	Nomination and Remuneration Committee and Board of Directors have reviewed the capabilities of Mr. Shantilal Pokharna vis-a-vis the role and capabilities required by the Board, based on the evaluation of balance of skills, knowledge and experience of the existing Board and considered appropriate, to recommend the appointment of Mr. Shantilal Pokharna as Non-Executive Non-Independent Director.
Justification for choosing the appointee for appointment as Independent Director	Not Applicable